

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION**

KELLY ADELSBERGER, *as the surviving daughter of decedent, Joanna Adelsberger,*)  
Plaintiff,)  
vs. ) Case No. 4:22-cv-00187-MTS  
OPCO FESTUS, MO, LLC, *et al.*, )  
Defendants.)

**MEMORANDUM AND ORDER**

This matter is before the Court on review of the file. The Court notes that all three Defendants in this case are limited liability companies. *See* Doc. [12] at 1, 18. The citizenship of these LLC Defendants is determined by the citizenship of their members. *See GMAC Com. Credit LLC v. Dillard Dep't Stores, Inc.*, 357 F.3d 827, 829 (8th Cir. 2004). Multiple allegations in Plaintiff's Amended Complaint regarding the LLC Defendants' members do not match the members the LLC Defendants listed on their Amended Disclosures of Organizational Interests. *Compare, e.g.,* Doc. [10] ¶ 28, *with* Doc. [24]. Given this disconnect, the parties are instructed to be prepared to discuss Defendants' members and their citizenship at the Rule 16 Conference scheduled for this case on May 10, 2022.<sup>1</sup> *See Hertz Corp. v. Friend*, 559 U.S. 77, 94 (2010) ("Courts have an independent obligation to determine whether subject-matter jurisdiction exists, even when no party challenges it."); *see also* 28 U.S.C. § 1332(a)(1).

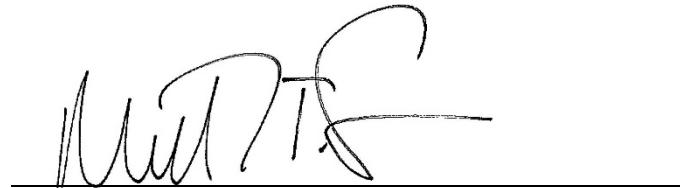
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<sup>1</sup> Given that Defendants note that some of their members are themselves LLCs, it will be necessary to know the citizenship of those sub-members as well. *See Delay v. Rosenthal Collins Grp., LLC*, 585 F.3d 1003, 1005 (6th Cir. 2009) (explaining that "because a member of a limited liability company may itself have multiple members—and thus may itself have multiple citizenships—the federal court needs to know the citizenship of each 'sub-member' as well"); *Clark v. SL W. Lounge, LLC*, 4:18-cv-01223-JCH, 2018 WL 6246885, at \*2 (E.D. Mo. Nov. 29, 2018) (concluding that "the citizenship of [an] LLC is that of each of its members and sub-members"); *Hill v. Lowe's Home Centers, LLC*, 1:21-cv-00185-SRC, 2022 WL 1202363, at \*3 (E.D. Mo. Apr. 22, 2022) (explaining "'sub-members' includes the members of members (i.e., first-tier sub-members), and the members of first-tier sub-members (i.e., second-tier sub-members), the members of second-tier sub-members (i.e., third-tier sub-members), and so on, until the Court knows the citizenship of *all* persons and entities within the ownership structure").

Accordingly,

**IT IS HEREBY ORDERED** that the parties shall be prepared to discuss the Court's subject-matter jurisdiction in this case, in accordance with this Memorandum and Order, at the Rule 16 Conference set for May 10, 2022.

Dated this 6th day of May, 2022.



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MATTHEW T. SCHELP  
UNITED STATES DISTRICT JUDGE